

B 210A (Form 210A) (12/09)

**United States Bankruptcy Court
Southern District of New York**

In re Lehman Brothers Holdings Inc.,

Case No. 08-13555 (JMP)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

VÄRDE INVESTMENT PARTNERS, L.P.

Name of Transferee

MACQUARIE BANK LIMITED

Name of Transferor

Name and Address where notices to
transferee should be sent:

Värde Investment Partners, L.P.
8500 Normandale Lake Boulevard
Suite 1570
Minneapolis, MN 55437
Attn: Edwina P.J. Steffer

Court Claim #s (if known): 17204
Debtor: Lehman Brothers Holdings Inc.
Amount of Claim Total: \$134,000,000.00
Amount of Transferred Claim : \$7,500,000.00

Attn:
Phone:

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

VÄRDE INVESTMENT PARTNERS, L.P.

By Värde Investment Partners G.P., LLC,
Its General Partner
By Värde Partners, L.P.,
Its Managing Member
By Värde Partners, Inc.,
Its General Partner

By: 

**Todd B. Jelen
Managing Director**

Transferee/Transferee's Agent

Date: December 20, 2013

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **Macquarie Bank Limited** ("**Seller**") does hereby unconditionally and irrevocably sell, transfer and assign unto **Värde Investment Partners, L.P.** ("**Buyer**") all rights, title and interest in and to the claim of Seller referenced as proof of claim number 17204, in the amount of \$7,500,000.00 (the "**Claim**") against Lehman Brothers Holdings Inc. (the "**Debtor**") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**") (or any other court with jurisdiction over the bankruptcy proceedings) as In re Lehman Brothers Holdings Inc. Chapter 11 Case No. 08-13555 (Jointly Administered).

Seller hereby waives any objection to the transfer of the Claim assigned herein (the "**Transferred Claim**") to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Transferred Claim and recognizing the Buyer as the sole owner and holder of the Transferred Claim. Seller further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Transferred Claim, and all payments or distributions of money or property in respect of the Transferred Claim, shall be delivered or made to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated the 20 day of December, 2013.

SELLER:

MACQUARIE BANK LIMITED

(Signed in Sydney, POA Ref: #938
dated 22nd November 2012)

By: 
Name: Byron den Hertog
Title: Division Director

By: 
Name: Nathan Booker
Title: Associate Director

BUYER:

VÄRDE INVESTMENT PARTNERS, L.P.

By Värde Investment Partners G.P., LLC,
Its General Partner
By Värde Partners, L.P.,
Its Managing Member
By Värde Partners, Inc.,
Its General Partner

By: _____
Name: _____
Title: _____

EXHIBIT 2

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **Macquarie Bank Limited** ("Seller") does hereby unconditionally and irrevocably sell, transfer and assign unto **Värde Investment Partners, L.P.** ("Buyer") all rights, title and interest in and to the claim of Seller referenced as proof of claim number 17204, in the amount of \$7,500,000.00 (the "Claim") against Lehman Brothers Holdings Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) as In re Lehman Brothers Holdings Inc. Chapter 11 Case No. 08-13555 (Jointly Administered).

Seller hereby waives any objection to the transfer of the Claim assigned herein (the "Transferred Claim") to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Transferred Claim and recognizing the Buyer as the sole owner and holder of the Transferred Claim. Seller further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Transferred Claim, and all payments or distributions of money or property in respect of the Transferred Claim, shall be delivered or made to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated the 20 day of December, 2013.

SELLER:

MACQUARIE BANK LIMITED

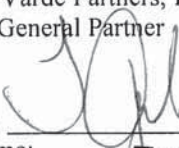
By: _____
Name:
Title:

By: _____
Name:
Title:

BUYER:

VÄRDE INVESTMENT PARTNERS, L.P.

By Värde Investment Partners G.P., LLC,
Its General Partner
By Värde Partners, L.P.,
Its Managing Member
By Värde Partners, Inc.,
Its General Partner

By:  _____
Name: **Todd B. Jelen**
Title: **Managing Director**